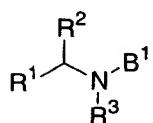


CLAIMSWhat is claimed:

- 5 1. A compound of Formula I, or pharmaceutically acceptable salts or solvates thereof



I

- 10 wherein:

R<sup>1</sup> is

- phenyl substituted with 1-3 R<sup>4</sup>,
- naphthyl, furanyl, thieryl, pyridyl, or imidazolyl unsubstituted or substituted with 1-3 R<sup>4</sup>,
- 15 -C<sub>1</sub>-C<sub>6</sub> alkyl-aryl unsubstituted or substituted with 1-3 R<sup>4</sup>, or
- C<sub>1</sub>-C<sub>5</sub> alkyl-O-aryl unsubstituted or substituted with 1-3 R<sup>4</sup>;

R<sup>2</sup> is

- H,
- C<sub>1</sub>-C<sub>6</sub> alkyl,
- 20 -aryl unsubstituted or substituted with 1-3 R<sup>4</sup>, or
- C<sub>1</sub>-C<sub>6</sub> alkyl aryl unsubstituted or substituted with 1-3 R<sup>4</sup>;

R<sup>3</sup> is

- H,
- C<sub>1</sub>-C<sub>6</sub> alkyl,
- 25 -C<sub>1</sub>-C<sub>6</sub> alkyl-aryl unsubstituted or substituted with 1-3 R, or
- OR<sup>9</sup>;

R<sup>4</sup> is independently selected from

- halo,
- CN,
- C<sub>1</sub>-C<sub>6</sub> alkyl,
- 5 -C<sub>3</sub>-C<sub>6</sub> cycloalkyl,
- C<sub>1</sub>-C<sub>6</sub> haloalkyl,
- OR<sup>5</sup>,
- CO<sub>2</sub>R<sup>6</sup>,
- N(R<sup>7</sup>)(R<sup>8</sup>),
- 10 -CON(R<sup>7</sup>)(R<sup>8</sup>),
- SR<sup>5</sup>,
- SOC<sub>1</sub>-C<sub>6</sub>alkyl, and
- SO<sub>2</sub>C<sub>1</sub>-C<sub>6</sub>alkyl;

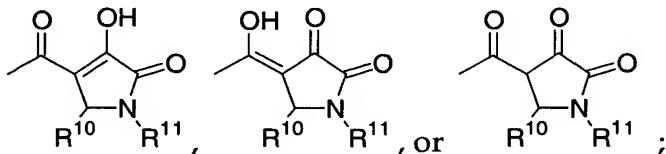
R<sup>5</sup> and R<sup>6</sup> are independently selected from -H and -C<sub>1</sub>-C<sub>6</sub> alkyl;

- 15 R<sup>7</sup> and R<sup>8</sup> are independently selected from -H and -C<sub>1</sub>-C<sub>6</sub> alkyl, or NR<sup>7</sup>R<sup>8</sup> is a heterocycle selected from pyrrolidine, piperidine, 4-hydroxypiperidine, morpholine, thiomorpholine, piperazine, and 4-methylpiperazine;

R<sup>9</sup> is

- 20 -H,  
-C<sub>1</sub>-C<sub>10</sub> alkyl,  
-C<sub>1</sub>-C<sub>6</sub> alkyl-aryl,  
-C<sub>2</sub>-C<sub>10</sub> alkyl-OR<sup>5</sup>,  
-C<sub>1</sub>-C<sub>10</sub> alkyl-CO<sub>2</sub>R<sup>6</sup>,
- 25 -C<sub>1</sub>-C<sub>10</sub> alkyl-N(R<sup>7</sup>)(R<sup>8</sup>),  
-C<sub>1</sub>-C<sub>10</sub> alkyl-CON(R<sup>7</sup>)(R<sup>8</sup>), or  
-C<sub>1</sub>-C<sub>6</sub> alkyl-heterocycle where the heterocycle is selected from pyrrolidine, piperidine, 4-hydroxypiperidine, morpholine, thiomorpholine, piperazine, 4-methylpiperazine, and
- 30 thiazinanedioxide;

B<sup>1</sup> is selected from the group consisting of



R<sup>10</sup> is

- 5      -H,
- C<sub>1</sub>-C<sub>6</sub> alkyl,
- cycloalkyl,
- C<sub>1</sub>-C<sub>6</sub> alkyl-aryl,
- phenyl unsubstituted or substituted with 1-3 R<sup>12</sup>,
- 10     - benzofuran, dihydrobenzofuran, benzodioxane, or
- heteroaryl selected from furan, thiophene, pyrrole, imidazole, oxazole, thiazole, and pyridine;

R<sup>11</sup> is

- C<sub>1</sub>-C<sub>6</sub> alkyl,
- 15     -cycloalkyl,
- aryl unsubstituted or substituted with 1-2 R<sup>4</sup>,
- C<sub>1</sub>-C<sub>6</sub> alkyl-aryl unsubstituted or substituted with 1-2 R<sup>4</sup>,
- C<sub>1</sub>-C<sub>6</sub> alkyl-heteroaryl where the heteroaryl is selected from furan, thiophene, pyrrole, imidazole, oxazole, thiazole, and pyridine,
- 20     -C<sub>1</sub>-C<sub>6</sub> alkyl-NR<sup>7</sup>R<sup>8</sup>,
- C<sub>1</sub>-C<sub>6</sub> alkyl-OR<sup>5</sup>,
- C<sub>1</sub>-C<sub>6</sub> alkyl-P(O)(OR<sup>6</sup>)<sub>2</sub>,
- C<sub>1</sub>-C<sub>6</sub> alkyl-CO<sub>2</sub>R<sup>6</sup>, or
- C<sub>1</sub>-C<sub>6</sub> alkyl-C(O)N(R<sup>7</sup>)(R<sup>8</sup>);

25    R<sup>12</sup> is

- halogen,
- C<sub>1</sub>-C<sub>6</sub> alkyl,
- C<sub>1</sub>-C<sub>2</sub> haloalkyl,

- C<sub>1</sub>-C<sub>3</sub> thioalkyl,  
-OR<sup>13</sup>,  
tetrahydrofuran,  
dihydropyran,
- 5 -NR<sup>7</sup>R<sup>8</sup>,  
-CO<sub>2</sub>R<sup>6</sup>,  
-CONR<sup>7</sup>R<sup>8</sup>, or  
-CONHCH<sub>2</sub>Ph where Ph is unsubstituted or substituted with 1-2 R<sup>4</sup>;  
R<sup>13</sup> is
- 10 -H,  
-C<sub>1</sub>-C<sub>6</sub> alkyl,  
-C<sub>1</sub>-C<sub>6</sub> fluoroalkyl,  
allyl,  
propargyl,
- 15 phenyl,  
benzyl,  
-COC<sub>1</sub>-C<sub>6</sub>alkyl,  
-CH<sub>2</sub>CO<sub>2</sub>R<sup>6</sup>, or  
-CH<sub>2</sub>CONR<sup>7</sup>R<sup>8</sup>.
- 20
2. A compound of claim 1 where R<sup>1</sup> is phenyl substituted with 1-3 R<sup>4</sup> or C<sub>1</sub>-C<sub>6</sub> alkylaryl unsubstituted or substituted with 1-3 R<sup>4</sup>, R<sup>2</sup> is H, and R<sup>4</sup> is halo, CN, C<sub>1</sub>-C<sub>6</sub> alkyl, C<sub>1</sub>-C<sub>6</sub> haloalkyl, OR<sup>5</sup>, CO<sub>2</sub>R<sup>6</sup>, or NR<sup>7</sup>R<sup>8</sup>.
- 25 3. A compound of claim 2 where R<sup>10</sup> is H or phenyl unsubstituted or substituted with 1-3 R<sup>4</sup>.
4. A compound of claim 3 where R<sup>12</sup> is OR<sup>13</sup>.

5. A compound of claim 3 where R<sup>11</sup> is C<sub>1</sub>-C<sub>6</sub> alkyl or C<sub>1</sub>-C<sub>6</sub>-alkyl-heterocycle where the heterocycle is selected from pyrrolidine, piperidine, 4-hydroxypiperidine, morpholine, thiomorpholine, piperazine, 4-methylpiperazine, and thiazinanedioxide.

5

6. A compound of claim 1 selected from the group consisting of

10 4-hydroxy-5-oxo-1-(2-[4-methylpiperazin-1-yl]ethyl)-2,5-dihydro-1*H*-pyrrole-3-carboxylic acid (3,4-dichlorobenzyl)-methyl-amide;

10

15 4-hydroxy-5-oxo-1-(2-[morpholin-1-yl]ethyl)-2,5-dihydro-1*H*-pyrrole-3-carboxylic acid (3,4-dichlorobenzyl)-methyl-amide;

15

4-hydroxy-5-oxo-1-(2-[morpholin-1-yl]ethyl)-2,5-dihydro-1*H*-pyrrole-3-carboxylic acid (3,4-dimethylbenzyl)-methoxy-amide;

20 4-hydroxy-5-oxo-1-(2-[morpholin-1-yl]ethyl)-2,5-dihydro-1*H*-pyrrole-3-carboxylic acid 3-(4-fluorophenyl)prop-1-yl-methoxy-amide;

20

4-hydroxy-5-oxo-1-methyl-2,5-dihydro-1*H*-pyrrole-3-carboxylic acid (3,4-dichlorobenzyl)-methyl-amide;

25 4-hydroxy-5-oxo-1-methyl-2,5-dihydro-1*H*-pyrrole-3-carboxylic acid (3,4-dichlorobenzyl)-methoxy-amide;

4-hydroxy-5-oxo-1-methyl-2,5-dihydro-1*H*-pyrrole-3-carboxylic acid (3,4-dimethylbenzyl)-methoxy-amide;

25

30 4-hydroxy-5-oxo-1-methyl-2,5-dihydro-1*H*-pyrrole-3-carboxylic acid (4-fluoro-3-methylbenzyl)-methoxy-amide; and

4-hydroxy-5-oxo-1-methyl-2,5-dihydro-1*H*-pyrrole-3-carboxylic acid  
(3-fluoro-4-methylbenzyl)-methoxy-amide.

7. A pharmaceutical composition comprising a compound of Claim 1, or  
5 a pharmaceutically acceptable salt or solvate thereof, and a pharmaceutically  
acceptable carrier.
8. The pharmaceutical composition of Claim 7, further comprising a  
therapeutically effective amount of one or more other HIV treatment agent  
10 selected from
  - (a) an HIV protease inhibitor;
  - (b) a nucleoside reverse transcriptase inhibitor;
  - (c) a non-nucleoside reverse transcriptase inhibitor;
  - (d) an HIV-entry inhibitor;
  - 15 (e) an immunomodulator;
  - (f) or a combination thereof.
9. A method of inhibiting HIV integrase which comprises administering  
a therapeutically effective amount of a compound of Claim 1, or a  
20 pharmaceutically acceptable salt or solvate thereof, to a mammal in need of  
such treatment.
10. A method of treating an HIV infection in a patient in need thereof,  
comprising the administration of a therapeutically effective amount of a  
25 compound of Claim 1, or a pharmaceutically acceptable salt or solvate thereof  
to the patient.
11. A method of therapeutically treating AIDS or ARC in a patient in need  
thereof, comprising the administration of a therapeutically effective amount

of a compound of Claim 1, or a pharmaceutically acceptable salt or solvate thereof, to the patient.